

# WILLKIE FARR & GALLAGHER

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July 30, 2003

**EX PARTE**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, D.C. 20554

Re: Ex Parte Presentation, Applications for Transfer of Control of Hispanic Broadcasting Corp., and Certain Subsidiaries, Licensees of KGBT (AM, Harlingen, Texas et al. (Docket No. MB 02-235, FCC File Nos. BTC-20020723ABL, et al.)

Dear Ms. Dortch:

Phil Verveer and I, on behalf of Spanish Broadcasting System, Inc., met today with Jim Bird, Joel Kaufman, Marilyn Sonn and Joel Rabinovitz in the Office of General Counsel. We discussed the proposed merger between Univision and Hispanic Broadcasting Corp. and SBS's submissions in the above-captioned docket, including the distinctness of the Spanish-language broadcasting market and Univision's dominance in that market. We noted the substantial record evidence, including expert testimony, scholarship, industry data and other third party sources, establishing that the merger would result in an unprecedented amount of consolidation inimical to the public interest. We also discussed the FCC's obligations under Section 309 and the statutory mandate to withhold approval until resolving the substantial and material issues of fact.

During the meeting, a question arose as to whether SBS's submissions had included data regarding the pre-merger overlap between Univision and HBC stations, excluding Entravision stations. This information was submitted for the record by Michael Jones of Willkie Farr & Gallagher on behalf of SBS in a July 3, 2003, Letter, as Attachment B. As the chart there reveals, there is pre-merger overlap between the merger parties' stations, excluding Univision's close economic ties to Entravision, in nine of the top 10 Hispanic markets (by population). The chart also measures the overlap between the merger parties including Entravision stations, disclosing those numbers in parentheses and revealing overlap in all top 10 markets.

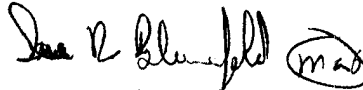
Marlene H. Dortch

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In accordance with the Commission's rules, I am submitting two copies of this letter.

Respectfully submitted,



Sue D. Blumenfeld  
Counsel for Spanish Broadcasting System, Inc.

Attachment

cc: Jim Bird  
Joel Kaufman  
Marilynn Sonn  
Joel Rabinovitz  
Scott R. Flick, Counsel for Univision Communications, Inc.  
Roy R. Russo, Counsel for Hispanic Broadcasting Corp.  
Harry F. Cole, Counsel for Elgin FM Limited Partnership  
Arthur V. Belendiuk, Counsel for National Hispanic Policy Institute, Inc.